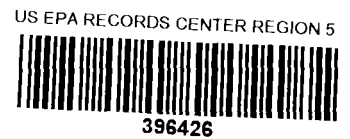


INDIANA SECRETARY OF STATE

INVOICE

Invoice Number: 234004

INDIANA SECRETARY OF STATE BUSINESS
SERVICES DIVISION
(317) 232-6576



Mail To :

US ENVIRONMENTAL AGENCY
Attn of: REGINALD ARKELL
77 W JACKSON BLVD
CH14J
CHICAGO, IL 60604

Invoice Date: 07/03/2002

Invoice Total: \$20.00

Order number: 234277
Order date: 07/01/2002 03:06:42 PM
Ordered by: REGINALD ARKELL

Please return one copy of this invoice with your payment to:

INDIANA SECRETARY OF STATE
BUSINESS SERVICES DIVISION
Attn : CORPORATIONS RECORDS CLERK
302 West Washington Street, Room E018
Indianapolis, IN 46204

Item(s) ordered	Fee	Entity
Copies Articles and Amendments	\$20.00	GARY DEVELOPMENT CO INC

*paid by check
7/9/02
R. Arkell*



STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

OF

6907-332

....., INC.

I, WILLIAM N. SALIN, Secretary of State of the State of Indiana, hereby certify that Articles of Incorporation of the above Corporation, in the form prescribed by my office, prepared and signed in triplicate by the incorporator, or incorporators, and acknowledged and verified by the same before a Notary Public, have been presented to me at my office accompanied by the fees prescribed by law, that I have found such Articles conform to law; that I have endorsed my approval upon the triplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that two copies of such Articles bearing the endorsement of my approval and filing have been returned by me to the incorporators or their representatives; all as prescribed by the provisions of the Indiana General Corporation Act, as amended.

Wherefore, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.



In Witness Whereof, I have hereunto set my hand and affixed
the seal of the State of Indiana, at the City of Indianapolis,
this 23rd day of
July 19.....

.....
WILLIAM N. SALIN, Secretary of State.

By.....
Deputy

ARTICLES OF INCORPORATION
OF
GARY DEVELOPMENT CO., INC.

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is Gary Development Co., Inc.

ARTICLE II

Purposes

The purpose for which the Corporation is formed are: To purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease as lessor, lands and leaseholds of all types, including land used as a sanitary landfill for the purpose of disposal therein of municipal,

commercial and industrial wastes. In connection therewith, to reclaim and redevelop said landfill area for any other useful purpose or purposes and to process, sell, lease or otherwise dispose of and deal in any and all by-products therefrom.

ARTICLE III

Term of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE IV

Principal Office and Resident Agent

The post-office address of the principal office of the Corporation is 3737 North Meridan Street, Indianapolis, Indiana 46208; and the name and post office address of its Resident Agent in charge of such office is United States Corporation Company.

ARTICLE V

Number of Shares

The total number of shares which the Corporation shall have authority to issue is 10,000 Common shares

consisting of 10,000 shares with the par value of \$10 per share, and no shares without par value.

ARTICLE VI

Terms of Shares

None

ARTICLE VII

Voting Rights of Shares

All voting

ARTICLE VIII

Initial Stated Capital

The stated capital of the Corporation at the time of the filing of this restatement of articles is \$1000.

ARTICLE IX

Directors

Section 1. Number. The initial board of directors shall be composed of four (4) members. The number of directors may from time to time be fixed by the by-laws of the Corporation at any number, not less than three. In the absence of a by-law

APPROVED
AND
FILED
JUL 23 1963

William F. Salin
SECRETARY OF STATE INDIANA

Corporate Form No. 1 (Sept. 1967) -- Page One
ARTICLES OF INCORPORATION

Prescribed by the Secretary of State of Indiana
Use White Paper--Size 8 1/2 x 11 Inches

Filing Requirements--Present 3 Executed Copies
to Secretary of State.

Recording Requirements--Record 1 of such 3
Executed Copies, as Approved and Returned by
Secretary of State, with Recorder of County
where Principal Office is Located.

ARTICLES OF INCORPORATION
OF

GARY DEVELOPMENT CO., INC.

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of The Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is..... GARY DEVELOPMENT CO., INC.,

ARTICLE II

Purposes

The purposes for which the Corporation is formed are:

To purchase or otherwise acquire, and to hold, own, maintain, work, develop, sell, lease as lessor, lands and leaseholds of all types, including land used as a sanitary landfill for the purpose of disposal therein of municipal, commercial and industrial wastes. In connection therewith, to reclaim and redevelop said landfill area for any other useful purpose or purposes and to process, sell, lease or otherwise dispose of and deal in any and all by-products therefrom.

ARTICLE III

Term of Existence

The period during which the Corporation shall continue is... perpetual

ARTICLE IV

Principal Office and Resident Agent

The post-office address of the principal office of the Corporation is... 3737 North
Meridian Street, Indianapolis, Indiana 46208;
and the name and post-office address of its Resident Agent in charge of such office is United
States Corporation Company, 3737 North Meridian Street, Indianapolis,
Indiana 46208

ARTICLE V

Number of Shares

The total number of shares which the Corporation shall have authority to issue is... 1,000
Common... shares consisting of... shares with the par value of
\$... per share, and... 1,000... shares without par value.

ARTICLE VI

Terms of Shares

NONE

ARTICLE VII
Voting Rights of Shares

All Voting

ARTICLE VIII
Initial Stated Capital

The Corporation will not commence business until consideration of the value of at least
\$ 1,000.00 has been received for the issuance of shares.

ARTICLE IX
Directors

Section 1. Number. The initial board of directors shall be composed of four (4) members. The number of directors may from time to time be fixed by the by-laws of the Corporation at any number, not less than three. In the absence of a by-law fixing the number of directors, the number shall be four (4).

Section 2. Qualifications. Directors need not be shareholders of the Corporation.

ARTICLE X
Initial Board of Directors

Names and Post-Office Addresses. The names and post-office addresses of the first Board of Directors of the Corporation are as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>	<u>Zip Code</u>
William Nanini	505 N. Lake Shore Dr.	Chicago		Illinois	60611
Louis E. Giannetti	5840 N. Kenton	Chicago		Illinois	60646
William J. Ryan	645 S. Ringold	Janesville		Wisconsin	53545
Donald P. Ryan	703 St. Lawrence	Janesville		Wisconsin	53545

ARTICLE XI

Incorporator or Incorporators

Section 1. Names and Post-Office Addresses. The name(~~s~~) and post-office address(~~s~~) of the incorporator(s) of the Corporation is (are) as follows:

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>Zone</u>	<u>State</u>	<u>Zip Code</u>
D. S. NUTER	33 North LaSalle Street	Chicago		Illinois	60602

Section 2. Age. All of such incorporators are of lawful age.

ARTICLE XII

Provisions for Regulation of Business and Conduct
of Affairs of Corporation

The annual meeting of stockholders may be held at such place or places either within or without the State of Indiana as shall be fixed by the directors and stated in the notice of the meeting.

IN WITNESS WHEREOF, the undersigned, being the incorporator or all of the incorporators designated in Article XI, execute these Articles of Incorporation and certify to the truth of the facts herein stated, this 11th day of July, 1969.

D. S. Nuter
(Written Signature)

D. S. Nuter

(Printed Signature)

(Written Signature)

(Printed Signature)

(Written Signature)

(Printed Signature)

ILLINOIS
STATE OF ~~INDIANA~~
COUNTY OF COOK

SS:

I, the undersigned, a Notary Public duly commissioned to take acknowledgments and administer oaths in the State of Indiana, certify that D. S. NUTER, being _____ of the incorporator(s), referred to in Article XI of the foregoing Articles of Incorporation, personally appeared before me; acknowledged the execution thereof; and swore to the truth of the facts therein stated.

WITNESS my hand and Notarial Seal this 11th day of July, 1969.

Helen M. Brockman
(Written Signature)

Helen M. Brockman
(Printed Signature)

Notary Public

My commission expires
May 6, 1970

This instrument was prepared by _____

5

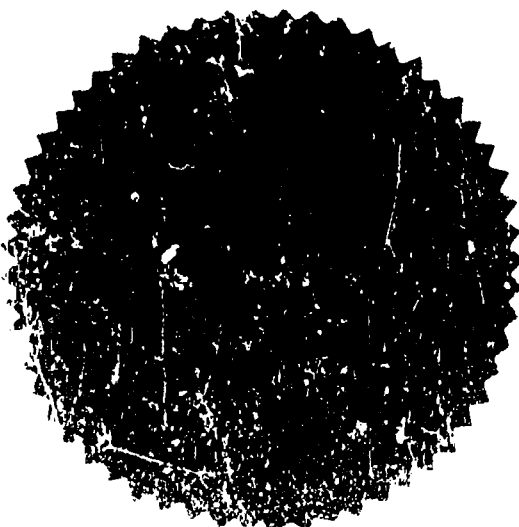
STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF AMENDED ARTICLES OF INCORPORATION
OF

GARY DEVELOPMENT CO., INC.

I, **Larry Conrad**, Secretary of the State of Indiana, hereby certify that Amended Articles of Incorporation for the above Corporation, in the form prescribed by my office, prepared and signed in duplicate in accordance with "An Act concerning domestic and foreign corporations for profit, providing penalties for the violation hereof, and repealing all laws or parts of laws in conflict herewith," approved March 16, 1929, and Acts supplemental thereto.

Whereas, upon due examination, I find that the Amended Articles of Incorporation conform to law, and have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles bearing the endorsement of my approval and filing has been returned by me to the Corporation.



In Witness Whereof, I have hereunto set my hand
and affixed the seal of the State of Indiana at the
City of Indianapolis this **10th** day of **September**
19 **73**

Larry Conrad, Secretary of State

APPROVED
AND
FILED

SEP 12 1973

L. J. S.
SECRETARY OF
STATE OF INDIANA

Corporate Form No. 103 (Sept. 1969)--Page One
AMENDED ARTICLES (Completely superseding
existing Articles)

Prescribed by William N. Salin, Secretary of State
of Indiana

Use White Paper--Size 8 1/2 x 11 for Inserts

Filing Requirements--Present 2 Executed Copies
to Secretary of State, Room 155, State House
Indianapolis 46204

Recording Requirements--Not required. However, if
the name of the Corporation is changed by these
Articles, a certified Certificate or Amended Articles
must be filed with the County Recorder of every
County where the Corporation owns real property
in Indiana.

AMENDED ARTICLES OF INCORPORATION OF

GARY DEVELOPMENT CO., INC.

The undersigned officers of Gary Development Co., Inc.
(hereinafter referred to as the "Corporation") existing pursuant to the provisions of The Indiana General Corpora-
tion Act, as amended (hereinafter referred to as the "Act"), desiring to give notice of corporate action effectuating
certain Amendments of its Articles of Incorporation by the adoption of new Amended Articles of Incorporation to
supersede and take the place of its heretofore existing Articles of Incorporation, certify the following facts:

ARTICLE I Text of the Amended Articles

The exact text of the entire Articles of Incorporation of the Corporation, as amended (hereinafter referred
to as the "Amended Articles"), now is as follows:

See attached

ARTICLE II

Manner of Adoption and Vote

Section 1. Action by Directors (select appropriate paragraph)

(a) The Board of Directors of the Corporation, at a meeting thereof, duly called, constituted and held on _____, 19____, at which a quorum of such Board of Directors were present, duly adopted a resolution proposing to the Shareholders of the Corporation entitled to vote in respect of the Amended Articles that the provisions and terms of Article _____ of its Articles of Incorporation be amended so as to read as set forth in the Amendments; and called a meeting of such Shareholders, to be held _____, 19____, to adopt or reject the Amended Articles, unless the same were so approved prior to such date by unanimous written consent.

(b) By written consent executed on _____ May 21 _____, 1973, signed by all of the members of the Board of Directors of the Corporation, a resolution was adopted proposing to the shareholders of the corporation entitled to vote in respect of the Amended Articles, that the provisions and terms of ~~XXXXXXX~~ ^{the entire} Articles of Incorporation be amended so as to read as set forth in the Amended Articles, and a meeting of such Shareholders was called to be held _____ May 21 _____, 1973, to adopt or reject the Amended Articles unless the same were so approved prior to such date by unanimous written consent.

Section 2. Action by Shareholders (select appropriate paragraph)

(a) The Shareholders of the Corporation entitled to vote in respect of the Amended Articles, at a meeting thereof, duly called, constituted and held on _____, 19____, at which _____ were present in person or by _____ adopted the Amended Articles.

The holders of the following classes of shares were entitled to vote as a class in respect of the Amended Articles:

(1)

(2)

(3)

The number of shares entitled to vote in respect of the Amended Articles, the number of shares voted in favor of the adoption of the Amendments, and the number of shares voted against such adoption are as follows:

	Total	Shares Entitled to Vote as a Class		
		(1)	(2)	(3)
Shares entitled to vote:
Shares voted in favor:
Shares voted against:

(b) By written consent executed on May 21, 1973, signed by the holders of all shares of the Corporation, being all of the shares of the Corporation entitled to vote in respect of the Amendments the Shareholders adopted the Amended Articles.

Section 3. Compliance With Legal Requirements

The manner of the adoption of the Amended Articles, and the vote by which they were adopted, constitute full legal compliance with the provisions of the Acts, the Articles of Incorporation, and the By-Laws of the Corporation.

ARTICLE III

Statement of Changes Made With Respect

To the Number of Shares Heretofore Authorized

increase of authorized capital from 1000
shares of no par common to 10,000 shares of \$10 par
common

IN WITNESS WHEREOF, the undersigned officers execute these Amended Articles of Incorporation of the Corporation and certify to the truth of the facts herein stated, this 28TH day of AUGUST, 1973

[Signature]
(Written Signature)
Jerold Lupori
(Printed Signature)
Vice
President of
GARY DEVELOPMENT CO., INC.
(Name of Corporation)

[Signature]
(Written Signature)
Richard L. Nanni
(Printed Signature)
Secretary of
GARY DEVELOPMENT CO., INC.
(Name of Corporation)

ILLINOIS
STATE OF ~~INDIANA~~ } SS:
COUNTY OF COOK

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the ILLINOIS State of ~~Indiana~~, certify that Jerold Lupori, the Vice President and Richard L. Nanni, the Secretary of Gary Development Co., Inc. officers executing the foregoing Amended Articles of Incorporation, personally appeared before me, acknowledged the execution thereof; and swore to the truth of the facts herein stated.

Witness my hand and Notarial Seal this 28TH day of AUGUST, 1973.

[Signature]
(Written Signature)
JAMES B. NANNINI
(Printed Signature)

My Commission Expires

Notary Public

FEB 15, 1975

The instrument was prepared by William C. Childs, Attorney at Law,
(Name)
One First National Plaza Suite 5200 Chicago, Illinois 60670
(Number and Street or Building) (City) (State) (Zip)

Chris Kline 9/12/88

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF REINSTATEMENT

To Whom These Presents Come, Greeting:

WHEREAS, there has been presented to me an Application for Reinstatement of an Indiana Corporation,

GARY DEVELOPMENT CO INC

and said application has been prepared in accordance with the
Indiana Business Corporation Law,
as amended.

NOW, THEREFORE, I, JOSEPH H. HOGSETT, Secretary of State of Indiana, hereby certify that upon due examination I find such Application for Reinstatement conforms to law, and having received all annual reports and fees as required by law, I do further certify that said corporation is now reinstated and is a corporation duly organized and existing by virtue of the laws of the State of Indiana. I further certify that Articles of Dissolution have not been filed.

The effective date of this Certificate of Reinstatement is July 03, 1989.

In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Third day of July, 1989

JOSEPH H. HOGSETT, Secretary of State

By _____

Deputy

Chris Klave - 9/12/88

196967-332



APPLICATION FOR REINSTATEMENT

State Form 4180 (R 5/7-88) / 111

Approved by State Board of Accounts, 1988

Indiana Code 23-1-46-3 (for profit corporation)

Indiana Code 23-7-1-1-47 (not-for-profit corporation)

INSTRUCTIONS: Application must be accompanied by:

1. REINSTATEMENT FILING FEE.

- A. \$30.00 for profit
- B. \$20.00 not-for-profit

2. Annual reports for all years of delinquency.

3. Annual report filing fees.

- A. \$15.00 per year for profit
- B. \$10.00 per year not-for-profit

4. Reinstatement Clearance from Indiana Department of Revenue.

Please send to: SECRETARY OF STATE
Room 156, State House
Indianapolis, Indiana 46204

SECTION I CORPORATE INFORMATION

Name of Corporation GARY DEVELOPMENT CO., INC.	Date of Incorporation 7/23/69
Effective Date of Administrative Dissolution	

SECTION II AFFIDAVIT OF CORPORATE OFFICER OR DIRECTOR

The undersigned, being at least one of the principal officers or a director of the above-named corporation deposes and says:

A. That the grounds for dissolution did not exist or have been eliminated, and;

B. That the Corporation's name satisfies the requirements of Indiana Code 23-1-23-1, or Indiana Code 23-7-1-1-5.

IN WITNESS WHEREOF, the undersigned being the President

of said corporation executes this application and verifies, subject to penalties of perjury, that the statements contained herein are true, this 29th day of June, 19 89.

Signature

Printed Name

WILLIAM M. NANINI

Chris Klue 9/12/88

STATE OF INDIANA

DEPARTMENT OF REVENUE

AD-190

(REV. 10-1-71)

NOTICE OF CLEARANCE FOR REINSTATEMENT

ID# 35-1302618	NAME OF CORPORATION GARY DEVELOPMENT CO., INC.	AFFIDAVIT FORM AD- V RECEIVED: 06-16-89
RRMC#	ADDRESS GARY, INDIANA	

DATE ISSUED: 06-16-89

EXPIRATION DATE OF THIS FORM: 08-15-89

TO:

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF INDIANA

THIS IS TO NOTIFY YOU THAT THE GARY DEVELOPMENT CO., INC.

HAS FILED IN THE OFFICE OF THE COMMISSIONER OF THE INDIANA DEPARTMENT OF REVENUE AN AFFIDAVIT DISCLOSING THAT IT HAS APPLIED TO YOU FOR A CERTIFICATE OF REINSTATEMENT, AND HAS REQUESTED NOTICE OF CLEARANCE FROM THIS DEPARTMENT STATING THAT THE ABOVE CORPORATION HAS PAID ALL TAXES DUE TO THE INDIANA DEPARTMENT OF REVENUE.

UNDER THE ABOVE CONDITIONS IT HAS BEEN DETERMINED, THROUGH EXAMINATION OF THE SAID CORPORATION'S RECORDS OR OTHERWISE, THAT ALL TAX, INTEREST, AND PENALTIES FOUND DUE UNDER THE TAXING ACTS UP TO AND INCLUSIVE OF 06-16-89 ONLY, HAS BEEN PAID OR FULLY SATISFIED.

THEREFORE, THE SAID GARY DEVELOPMENT CO., INC. HAVING MET THE REQUIREMENT OF THE SECRETARY OF STATE, AS SET OUT UNDER THE APPLICABLE ACTS, IS ENTITLED TO THIS RELEASE UNDER SAID ACTS PROVIDED THE SAID CORPORATION COMPLETES ITS REINSTATEMENT WITHIN 60 DAYS AFTER THE DATE OF ISSUANCE OF THIS NOTICE OF CLEARANCE.

IN THE EVENT, THE SAID CORPORATION FAILS TO MEET ALL THE REQUIREMENTS OF THE SECRETARY OF STATE FOR ITS REINSTATEMENT AND FAILS TO SECURE ITS CERTIFICATE OF REINSTATEMENT WITHIN THE 60 DAY PERIOD, AS ABOVE SET OUT THEN THIS NOTICE OF CLEARANCE SHALL BE NULL AND VOID FOR USE BY THE SECRETARY OF STATE.

COMMISSIONER

FOR THE COMMISSIONER

INSTRUCTIONS:

TO SECRETARY OF STATE:

Acting Audit Administrator

THIS NOTICE IS TO BE RETURNED TO THE INDIANA DEPARTMENT OF REVENUE IF REINSTATEMENT IS NOT EFFECTED ON OR BEFORE

EXPIRATION DATE: 08-15-89

Chris Kline 9/12/88

TO:

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF INDIANA

THIS IS TO NOTIFY YOU THAT THE GARY DEVELOPMENT CO., INC.

HAS FILED IN THE OFFICE OF THE COMMISSIONER OF THE INDIANA DEPARTMENT OF REVENUE AN AFFIDAVIT DISCLOSING THAT IT HAS APPLIED TO YOU FOR A CERTIFICATE OF REINSTATEMENT, AND HAS REQUESTED A NOTICE OF CLEARANCE FROM THIS DEPARTMENT STATING THAT THE ABOVE CORPORATION HAS PAID ALL TAXES DUE TO THE INDIANA DEPARTMENT OF REVENUE.

UNDER THE ABOVE CONDITIONS IT HAS BEEN DETERMINED, THROUGH EXAMINATION OF THE SAID CORPORATION'S RECORDS OR OTHERWISE, THAT ALL TAX, INTEREST, AND PENALTIES FOUND DUE UNDER THE TAXING ACTS UP TO AND INCLUSIVE OF 06-16-89 ONLY, HAS BEEN PAID OR FULLY SATISFIED.

THEREFORE, THE SAID GARY DEVELOPMENT CO., INC. HAVING MET THE REQUIREMENT OF THE SECRETARY OF STATE, AS SET OUT UNDER THE APPLICABLE ACTS, IS ENTITLED TO THIS RELEASE UNDER SAID ACTS PROVIDED THE SAID CORPORATION COMPLETES ITS REINSTATEMENT WITHIN 60 DAYS AFTER THE DATE OF ISSUANCE OF THIS NOTICE OF CLEARANCE.

IN THE EVENT, THE SAID CORPORATION FAILS TO MEET ALL THE REQUIREMENTS OF THE SECRETARY OF STATE FOR ITS REINSTATEMENT AND FAILS TO SECURE ITS CERTIFICATE OF REINSTATEMENT WITHIN THE 60 DAY PERIOD, AS ABOVE SET OUT THEN THIS NOTICE OF CLEARANCE SHALL BE NULL AND VOID FOR USE BY THE SECRETARY OF STATE.


COMMISSIONER
FOR THE COMMISSIONER

INSTRUCTIONS:

TO SECRETARY OF STATE:


Acting Audit Administrator

THIS NOTICE IS TO BE RETURNED TO THE INDIANA DEPARTMENT OF REVENUE IF REINSTATEMENT IS NOT EFFECTED ON OR BEFORE

EXPIRATION DATE: 08-15-89

TO THE CORPORATION:

THIS IS TO NOTIFY YOU THAT THIS IS THE SIGNED ORIGINAL WHICH HAS BEEN SENT TO YOU. YOU ARE TO INCLUDE IT ALONG WITH THE OTHER DOCUMENTS CONSTITUTING YOUR APPLICATION FOR REINSTATEMENT. DO NOT MAIL THIS CERTIFICATE SEPARATELY TO THE SECRETARY OF STATE UNLESS YOU ARE SO DIRECTED.